

**COMMONWEALTH OF MASSACHUSETTS**  
**DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY**

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New England Power Company/	)	
Canal Electric Company/	)	D.T.E. 02-33
Cambridge Electric Light Company/	)	D.T.E. 02-34
Commonwealth Electric Company	)	
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**JOINT MOTION TO CONSOLIDATE**

New England Power Company (“NEP”), Canal Electric Company (“Canal”) (together with NEP, the “Selling Owners”), Cambridge Electric Light Company (“Cambridge”), Commonwealth Electric Company (“Commonwealth”) (together, with the Selling Owners, the “Petitioners”), hereby move jointly, pursuant to 220 C.M.R. 1.09, that the Department of Telecommunications and Energy (the “Department”) consolidate evidentiary hearings, as described below, regarding certain elements of the Petitioners’ respective requests to review and approve the petition of NEP and the petition of Canal, Commonwealth and Cambridge regarding the Seabrook Nuclear Power Station (“Seabrook”) (the “Petitions”). The Petitions each request approval of the asset divestiture associated with the Selling Owners’ respective shares of Seabrook to FPL Energy Seabrook, LLC (“FPLE Seabrook”). In support of this motion, the Petitioners submit the following:

1. The Selling Owners are each subject to the Department’s jurisdiction, pursuant to G.L. c. 164, § 76, for purposes of approving a sale by the Selling Owners of their respective interests in nuclear power facilities, including Seabrook.<sup>1</sup>

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<sup>1</sup> NEP and Canal currently own approximately 9.96 percent of Seabrook and 3.52 percent of Seabrook, respectively.

2. The Petitions each request that the Department approve the sale of the Selling Owners' respective minority interests in Seabrook.
3. The Petitions each seek findings that the auction process by which Seabrook was offered for sale ensured complete, uninhibited non-discriminatory access to all data and information by all parties seeking to participate in the auction, and therefore was equitable.
4. The Petitions each seek findings that the divestiture process maximized the value of the generating assets for customers.
5. The Petitions each include identical supporting testimony by Paul M. Dabbar, Vice President at J.P. Morgan Securities Inc., regarding the auction process and the terms of the purchase and sale agreement signed by the Selling Owners and FPLE Seabrook, among other signatories.
6. The Petitions each request that the Department issue findings concerning the status of Seabrook's divested assets as eligible facilities under Section 32 of the Public Utility Holding Company Act of 1935 ("PUHCA").
7. Although the Petitions each request findings regarding approval of the sale of the Selling Owners' ownership interest in Seabrook and Seabrook's assets as eligible facilities under PUHCA, Canal, Cambridge and Commonwealth have separately requested in their Petition that the Department approve a Buyout Agreement relating to the Seabrook divestiture. NEP is not a party to that agreement, and thus, the Petitioners request that the Department not consolidate consideration of the Buyout Agreement with consideration of NEP's Petition.

8. Accordingly, the Petitioners respectfully request, pursuant to 220 C.M.R. 1.09, that the Department consolidate for hearings the Petitions as they relate to matters regarding: (1) the sale of the Selling Owners' minority interests in Seabrook; and (2) the status of Seabrook's divested assets as "eligible facilities" under Section 32 of PUHCA. The Petitions present nearly identical legal and factual issues that would be most efficiently conducted through a consolidated hearing. In addition, consolidation will result in the efficient use of administrative resources and allow the Petitioners to present their cases expeditiously and avoid duplicative discovery and testimony preparation regarding these issues. Consequently, the Petitioners have a common interest in a consolidated hearing process.

**WHEREFORE**, the Petitioners request that the Department grant their Joint Motion to Consolidate evidentiary hearings regarding the consideration and approval of their respective Petitions as set forth herein.

Respectfully submitted,

**NEW ENGLAND POWER COMPANY**

By Its Attorney,

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**CANAL ELECTRIC COMPANY  
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COMMONWEALTH ELECTRIC COMPANY**

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